

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. Contract ID Code Firm-Fixed-Price		Page 1 Of 12	
2. Amendment/Modification No. 03		3. Effective Date 2001JUN05		4. Requisition/Purchase Req No. SEE SCHEDULE		5. Project No. (If applicable)	
6. Issued By TACOM SFAE-GCSS-WBCTP MARY WEST (810)753-2084 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: WESTM@TACOM.ARMY.MIL		Code W56HZV		7. Administered By (If other than Item 6) DCM DETROIT U.S. ARMY TANK-AUTOMOTIVE AND ARMAMENTS COMMAND (TACOM) BLDG 231 ATTN: DCMDE-GJD WARREN, MI 48397-5000 SCD A PAS NONE ADP PT SC1012		Code S2305A	
8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) GMDG DEFENSE GROUP LLC, JOINT VENTU GENERAL DYNAMICS LAND SYSTEMS CUSTOMER SERVICE & SUPPORT COM 38500 MOUND STERLING HEIGHTS MI 48310-3200 TYPE BUSINESS: Large Business Performing in U.S.				<input type="checkbox"/>		9A. Amendment Of Solicitation No.	
				<input type="checkbox"/>		9B. Dated (See Item 11)	
				<input checked="" type="checkbox"/>		10A. Modification Of Contract/Order No. DAAE07-00-D-M051/0002	
				<input type="checkbox"/>		10B. Dated (See Item 13) 2000NOV16	
				Code INLE2		Facility Code	
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS							
<input type="checkbox"/> The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing items 8 and 15, and returning _____ copies of the amendments: (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.							
12. Accounting And Appropriation Data (If required) SEE SECTION G							
13. THIS ITEM ONLY APPLIES TO MODIFICATIONS OF CONTRACTS/ORDERS							
KIND MOD CODE: 7 It Modifies The Contract/Order No. As Described In Item 14.							
<input type="checkbox"/> A. This Change Order is Issued Pursuant To: The Changes Set Forth In Item 14 Are Made In The Contract/Order No. In Item 10A.							
<input checked="" type="checkbox"/> B. The Above Numbered Contract/Order Is Modified To Reflect The Administrative Changes (such as changes in paying office, appropriation data, etc.) Set Forth In Item 14, Pursuant To The Authority of FAR 43.103(b).							
<input type="checkbox"/> C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of:							
<input type="checkbox"/> D. Other (Specify type of modification and authority)							
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return _____ copies to the Issuing Office.							
14. Description Of Amendment/Modification (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) SEE SECOND PAGE FOR DESCRIPTION							
15A. Name And Title Of Signer (Type or print)				16A. Name And Title Of Contracting Officer (Type or print) MICHEAL D. MCHUGH MCHUGHM@TACOM.ARMY.MIL (810)753-2078			
15B. Contractor/Offeror (Signature of person authorized to sign)		15C. Date Signed		16B. United States Of America By _____ /SIGNED/ (Signature of Contracting Officer)		16C. Date Signed	
NSN 7540-01-152-8070 PREVIOUS EDITIONS UNUSABLE				30-105-02		STANDARD FORM 30 (REV. 10-83) Prescribed by GSA FAR (48 CFR) 53.243	

Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN DAAE07-00-D-M051/0002 MOD/AMD 03	Page 2 of 12
Name of Offeror or Contractor: GMGD DEFENSE GROUP LLC, JOINT VENTU		

SECTION A - SUPPLEMENTAL INFORMATION

1. This Modification 03 to Delivery Order 0002 under Requirements Contract DAAE07-00-D-M051 is a unilateral modification.

 2. A stop work order for Delivery Order 0002 was in effect from 5 Dec 00 to 9 Apr 01. The contractor and the Government have agreed that the Delivery Order 0002 performance period commenced on 9 Apr 01. As a result of the stop work order, GM GDLS Defense Group L.L.C. asserts its rights to an equitable adjustment in schedule and cost. Modification 03 adds 36 vehicles in accordance with the delivery schedule agreed to by the Government and the contractor as briefed to the Army in May 2001. The equitable adjustment of the cost impact of the stop work order will be accomplished at a later date.

 3. Special Provisions H.3.4 subparagraph 3) specifies "Within 60 calendar days from the order date of the First Delivery Order or Follow-on Delivery Order, quantities for each variant configuration may be increased by any quantity from 1 up to a total order quantity that equals the maximum Fiscal Year limitation." Additionally, this provision specifies "The Top-Up Order quantities, original order quantities and Follow-On Delivery Order quantities placed during the 60 day period will be combined to determine the applicable recurring vehicle price for use in the formula. If the addition quantities yield a recurring vehicle price lower than that used in the original order price calculation, the original order price will be re-calculated and the Government shall receive a downward adjustment in price as applicable."

 4. Delivery Order 0002 placed an order for 366 IAVs. In accordance with Section H.3.4 Table 1, the vehicle unit prices in Column H were utilized. This Modification 03 increases the quantity of vehicles ordered from 366 to 402; consequently, Column G unit prices will be utilized for the additional 25 ICV and 11 ATGM vehicles procured and the unit prices for the previously order 366 vehicles are subjected to the downward adjustment.

 5. Summary of actions effected by this Modification 03:
 - a. Cost increase of \$61,540,923 for the order of 25 ICVs and 11 ATGMs

 - b. Cost decrease \$16,439,517 to reflect the price break for the initial vehicle quantity of 366.

 - c. The net change is \$45,101,406.

 6. As a result of this Modification, the total delivery order value is increased by \$45,101,406 from \$578,474,112.00 to \$623,575,518.
- *** END OF NARRATIVE A 006 ***

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Name of Offeror or Contractor: GMDG DEFENSE GROUP LLC, JOINT VENTU

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001AA	SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS	143	EA	\$ 1,416,761.000	\$ 202,596,823.00
	PRODUCTION QUANTITY				
	NSN: 9999-99-999-9999				
	NOUN: INFANTRY CARRIER VEHICLE				
	SECURITY CLASS: Unclassified				
	PRON: X11GX001X1 PRON AMD: 06 ACRN: AA				
	AMS CD: 311071				
	Packaging and Marking				
	Inspection and Acceptance				
	INSPECTION: Origin ACCEPTANCE: Origin				
	Deliveries or Performance				
	DOC				

Name of Offeror or Contractor: GMGD DEFENSE GROUP LLC, JOINT VENTU

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0002AA	<p><u>PRODUCTION QUANTITY</u></p> <p>1</p> <p>NSN: 2320-01-481-8575 NOUN: INFANTRY CARRIER VEHICLE SECURITY CLASS: Unclassified PRON: X112C005X1 PRON AMD: 02 ACRN: AB AMS CD: 643653</p> <p><u>Packaging and Marking</u></p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DOC SUPPL <u>REL CD MILSTRIP ADDR SIG CD MARK FOR TP CD</u> 001 W909530326H010 Y00000 M 2 <u>PROJ CD BRK BLK PT</u> 009 <u>DEL REL CD QUANTITY DEL DATE</u> 001 1 28-FEB-2002</p> <p>FOB POINT: Origin</p> <p>SHIP TO: <u>PARCEL POST ADDRESS</u> (Y00000) SHIPPING INSTRUCTIONS FOR CONSIGNEE (SHIP-TO) WILL BE FURNISHED PRIOR TO THE SCHEDULED DELIVERY DATE FOR ITEMS REQUIRED UNDER THIS REQUISITION.</p> <p><u>CONTRACT/DELIVERY ORDER NUMBER</u> DAAE07-00-D-M051/0002</p>	1	EA	\$ 1,416,761.000	\$ 1,416,761.00

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Name of Offeror or Contractor: GMGD DEFENSE GROUP LLC, JOINT VENTU

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0100AA	<p><u>PRODUCTION QUANTITY</u></p> <p>NSN: 2320-01-481-8578 NOUN: MORTAR CARRIER SECURITY CLASS: Unclassified PRON: X11GX002X1 PRON AMD: 04 ACRN: AA AMS CD: 311071</p> <p><u>Packaging and Marking</u></p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DOC </p>				

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Name of Offeror or Contractor: GMGD DEFENSE GROUP LLC, JOINT VENTU

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0200AA	<p><u>PRODUCTION QUANTITY</u></p> <p>NSN: 9999-99-999-9999 NOUN: ANTITANK GUIDED MISSILE VEHIC SECURITY CLASS: Unclassified PRON: X11GX003X1 PRON AMD: 05 ACRN: AA AMS CD: 311071</p> <p><u>Packaging and Marking</u></p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DOC </p>				

Name of Offeror or Contractor: GMGD DEFENSE GROUP LLC, JOINT VENTU

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0201AA	<p><u>PRODUCTION QUANTITY</u></p> <p>NSN: 2320-01-481-8576 NOUN: ANTTITANK GUIDED MISSILE VEH SECURITY CLASS: Unclassified PRON: X112C006X1 PRON AMD: 02 ACRN: AB AMS CD: 643653</p> <p><u>Packaging and Marking</u></p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DOC SUPPL <u>REL CD MILSTRIP ADDR SIG CD MARK FOR TP CD</u> 001 W909530326H011 Y00000 M 2 <u>PROJ CD BRK BLK PT</u> 002 <u>DEL REL CD QUANTITY DEL DATE</u> 001 1 31-AUG-2002</p> <p>FOB POINT: Origin</p> <p>SHIP TO: <u>PARCEL POST ADDRESS</u> (Y00000) SHIPPING INSTRUCTIONS FOR CONSIGNEE (SHIP-TO) WILL BE FURNISHED PRIOR TO THE SCHEDULED DELIVERY DATE FOR ITEMS REQUIRED UNDER THIS REQUISITION.</p> <p><u>CONTRACT/DELIVERY ORDER NUMBER</u> DAAE07-00-D-M051/0002</p>	1	EA	\$ 2,374,718.000	\$ 2,374,718.00

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Name of Offeror or Contractor: GMDG DEFENSE GROUP LLC, JOINT VENTU

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT																					
0300AA	<p><u>PRODUCTION QUANTITY</u></p> <p>NSN: 9999-99-999-9999 NOUN: RECONNAISSANCE VEHICLE SECURITY CLASS: Unclassified PRON: X11GX004X1 PRON AMD: 03 ACRN: AA AMS CD: 311071</p> <p><u>Packaging and Marking</u></p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DOC SUPPL <u>REL CD</u> <u>MILSTRIP</u> <u>ADDR</u> <u>SIG CD</u> <u>MARK FOR</u> <u>TP CD</u> 001 W909530320H004 Y00000 M 2 <u>PROJ CD</u> <u>BRK BLK PT</u> 008</p> <table><tr><th><u>DEL REL CD</u></th><th><u>QUANTITY</u></th><th><u>DEL DATE</u></th></tr><tr><td>001</td><td>5</td><td>30-APR-2002</td></tr><tr><td>002</td><td>2</td><td>31-MAY-2002</td></tr><tr><td>003</td><td>10</td><td>31-JUL-2002</td></tr><tr><td>004</td><td>22</td><td>31-AUG-2002</td></tr><tr><td>005</td><td>17</td><td>30-SEP-2002</td></tr><tr><td>006</td><td>10</td><td>31-DEC-2002</td></tr></table> <p>FOB POINT: Origin</p> <p>SHIP TO: <u>PARCEL POST ADDRESS</u> (Y00000) SHIPPING INSTRUCTIONS FOR CONSIGNEE (SHIP-TO) WILL BE FURNISHED PRIOR TO THE SCHEDULED DELIVERY DATE FOR ITEMS REQUIRED UNDER THIS REQUISITION.</p> <p><u>CONTRACT/DELIVERY ORDER NUMBER</u> DAAE07-00-D-M051/0002</p>	<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>	001	5	30-APR-2002	002	2	31-MAY-2002	003	10	31-JUL-2002	004	22	31-AUG-2002	005	17	30-SEP-2002	006	10	31-DEC-2002	66	EA	\$ <u>1,200,476.000</u>	\$ <u>79,231,416.00</u>
<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>																								
001	5	30-APR-2002																								
002	2	31-MAY-2002																								
003	10	31-JUL-2002																								
004	22	31-AUG-2002																								
005	17	30-SEP-2002																								
006	10	31-DEC-2002																								

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Name of Offeror or Contractor: GMDG DEFENSE GROUP LLC, JOINT VENTU

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0500AA	<p><u>PRODUCTION QUANTITY</u></p> <p>NSN: 2320-01-481-8570 NOUN: ENGINEERING SQUAD VEHICLE SECURITY CLASS: Unclassified PRON: X11GX005X1 PRON AMD: 03 ACRN: AA AMS CD: 311071</p> <p><u>Packaging and Marking</u></p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DOC </p>				

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Name of Offeror or Contractor: GMGD DEFENSE GROUP LLC, JOINT VENTU

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0600AA	<p><u>PRODUCTION QUANTITY</u></p> <p>NSN: 2320-01-481-8573 NOUN: COMMANDER'S VEHICLE SECURITY CLASS: Unclassified PRON: X11GX006X1 PRON AMD: 03 ACRN: AA AMS CD: 311071</p> <p><u>Packaging and Marking</u></p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DOC </p>				

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Name of Offeror or Contractor: GMGD DEFENSE GROUP LLC, JOINT VENTU					
ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0700AA	<p><u>PRODUCTION QUANTITY</u></p> <p>NSN: 2320-01-481-8580 NOUN: MEDICAL EVACUATION VEHICLE SECURITY CLASS: Unclassified PRON: X11GX007X1 PRON AMD: 04 ACRN: AA AMS CD: 311071</p> <p><u>Packaging and Marking</u></p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DOC SUPPL <u>REL CD MILSTRIP ADDR SIG CD MARK FOR TP CD</u> 001 W909530320H007 Y00000 M 2 <u>PROJ CD BRK BLK PT</u> 00A <u>DEL REL CD QUANTITY DEL DATE</u> 001 5 31-JUL-2002 002 2 31-AUG-2002 003 15 30-NOV-2002 004 1 31-DEC-2002 005 4 31-JAN-2003</p> <p>FOB POINT: Origin</p> <p>SHIP TO: <u>PARCEL POST ADDRESS</u> (Y00000) SHIPPING INSTRUCTIONS FOR CONSIGNEE (SHIP-TO) WILL BE FURNISHED PRIOR TO THE SCHEDULED DELIVERY DATE FOR ITEMS REQUIRED UNDER THIS REQUISITION.</p> <p><u>CONTRACT/DELIVERY ORDER NUMBER</u> DAAE07-00-D-M051/0002</p>	27	EA	\$ 1,224,004.000	\$ 33,048,108.00
5000	<p><u>Supplies or Services and Prices/Costs</u></p> <p><u>DATA ITEM</u></p> <p>SECURITY CLASS: Unclassified</p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p>				

Name of Offeror or Contractor: GMGD DEFENSE GROUP LLC, JOINT VENTU

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/		OBLG STAT/			INCREASE/DECREASE		CUMULATIVE
ITEM	AMS CD	ACRN	JOB ORD NO		PRIOR AMOUNT	AMOUNT		AMOUNT
0001AA	X11GX001X1	AA	1	\$	173,821,080.00	\$	28,775,743.00	\$ 202,596,823.00
	311071		1GXP01					
0002AA	X112C005X1	AB	1	\$	1,473,060.00	\$	-56,299.00	\$ 1,416,761.00
	643653		1GXC05					
0100AA	X11GX002X1	AA	1	\$	77,843,748.00	\$	-1,328,958.00	\$ 76,514,790.00
	311071		1GXP01					
0200AA	X11GX003X1	AA	1	\$	99,023,840.00	\$	22,086,778.00	\$ 121,110,618.00
	311071		1GXP01					
0201AA	X112C006X1	AB	1	\$	2,475,596.00	\$	-100,878.00	\$ 2,374,718.00
	643653		1GXC06					
0300AA	X11GX004X1	AA	1	\$	80,822,742.00	\$	-1,591,326.00	\$ 79,231,416.00
	311071		1GXP01					
0500AA	X11GX005X1	AA	1	\$	54,273,054.00	\$	-1,024,650.00	\$ 53,248,404.00
	311071		1GXP01					
0600AA	X11GX006X1	AA	1	\$	55,115,840.00	\$	-1,081,960.00	\$ 54,033,880.00
	311071		1GXP01					
0700AA	X11GX007X1	AA	1	\$	33,625,152.00	\$	-577,044.00	\$ 33,048,108.00
	311071		1GXP01					
					NET CHANGE	\$	45,101,406.00	

SERVICE	NET CHANGE		ACCOUNTING		INCREASE/DECREASE
NAME	BY ACRN	ACCOUNTING CLASSIFICATION	STATION		AMOUNT
Army	AA	21 12033000015R5R07P31107131E9 S20113	W56HZV	\$	45,258,583.00
Army	AB	21 12040000015R5R07P64365331E9 S20113	W56HZV	\$	-157,177.00
				NET CHANGE	\$ 45,101,406.00

		PRIOR AMOUNT		INCREASE/DECREASE		CUMULATIVE
		OF AWARD		AMOUNT		OBLIG AMT
NET CHANGE FOR AWARD:	\$	578,474,112.00	\$	45,101,406.00	\$	623,575,518.00